— Joe Grundfest —

WYBC BY-LAWS
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BY-LAWS OF THE YALE BROADCASTING CO., INC.

Adopted October 4, 1948

and

Amended through November 20, 1968

ARTICLE I. NAME AND PURPOSE.

Section 1. The name of this organization shall be the Yale Broadcasting Company, Incorporated. It is incorporated under the laws of the State of Connecticut as a non-profit organization without capital stock.

Section 2. The purpose of this organization shall be:

A. As an undergraduate organization of Yale University, to serve in the interest of the student body in bringing to it original radio entertainment and productions.

B. As an educational medium, to train and instruct its members in the field of radio, both in its technical, program, and public service aspects in conformity with standard practices and procedures of the radio industry as set forth by the Federal Communications Commission and the National Association of Broadcasters.

C. To serve as a communications link between the Yale community and surrounding area, bringing the resources of the University to its neighbors, and fostering closer contact between the two groups for the benefit of both.

ARTICLE II. MEMBERSHIP.

Section 1. Full Members.

A. Only undergraduates of Yale University are eligible for full membership.

B. Collectively the Full Members shall constitute the General Board.

C. Full members shall attend and participate in all functions; they shall be eligible to hold office and to vote.

D. To be a Full Member, one must:

1. Successfully complete the heeling competition, which shall last between six and nine weeks.
2. Be voted upon by those members present and voting at a General Board meeting.
3. Be either a Daily Supervisor, a member of

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the Executive Board or the Operations Board, or an active member of the Public Relations, Community Affairs, News and Productions, Sports, Business, Technical, or Music Library staffs. This requirement may be waived at the discretion of the Executive Board. Committee

4. Comply with all University regulations, including scholarship.

Section 2. Associate Members.

A. Associate members may attend and participate in all functions including air work, but they may not vote or hold office.

B. Candidates for Associate Membership must be approved by two-thirds of the members present and voting at a General Board meeting, and unless they are former Full Members, they must have responsibility for some special project.

C. Former Full Members who have not been deactivated can be made Associate Members by a two-thirds vote of the General Board.

Section 3. Inactive Members.

A. Inactive members may not vote, hold office, or do regular air work, but may attend and participate in all other functions.

B. Inactive status is attainable at the request of a member in a letter written to the Executive Board. Committee

C. Inactive members in good scholastic standing may return to full membership at their request, by means of a letter to the Executive Board.

[illegible]

Section 4. Deactivated Members.

A. Deactivated Members will not be invited to any function and may not vote or hold office.

B. Any Member, with the exception of Second Term Seniors, may be deactivated by a two-thirds vote of those members present and voting at a General Board meeting, or by unanimous vote of the Executive Board.

C. Failure to attend two General Board meetings during the tenure of one Chairman shall be considered just cause for deactivation by the Executive Board.

D. Any member who does not comply with the requirements of Section 1, Part D of this Article may be deactivated.

E. Deactivated Members may appeal their status to the Executive Board and a majority vote of that Board shall be sufficient for reinstatement to Full Membership.

F. If the Executive Board should deny the appeal of a deactivated member, he may then appeal at a General Board meeting, where a two-thirds vote shall be necessary for reinstatement to Full Membership.

G. A Deactivated Member may make two such appeals to the General Board, but in the event he is denied a second time, his deactivated status shall become permanent.

Sect 5 – Removal of members

ARTICLE III. BOARD OF GOVERNORS.

Section 1. The Board of Governors of the Yale Broadcasting Company, Incorporation, shall be comprised of:

A. The Chairman of the General Board, ex-officio.
B. ~~The Station Manager, ex-officio.~~
C. ~~The Program Director, ex-officio.~~
B. The Treasurer of the General Board, ex-officio.
C. Six other persons who shall:
    1. Be elected by a majority vote of the Full Members present and voting at a General Board meeting.
    2. Serve for a term of six years on a rotational system, so that one Governor is elected each year.
    3. Not be undergraduates of Yale University.

Section 2. Powers and Procedures of the Board of Governors.

A. A majority of the Board of Governors shall be sufficient to take action.
B. The Board of Governors shall meet quarterly, except during the summer.
C. The Board of Governors shall be responsible for the management of the affairs of the Corporation.

ARTICLE IV. MEETINGS.

Section 1. Meeting of the General Board and of the Executive Board will be called by the Chairman. A regular meeting of the General Board will be held the first week of each month of the college year.

Section 2. Special meetings of the General Board must be called by the Chairman when requested by one-fourth of the active members of the General Board.

Section 3. Procedures.

A. Each meeting will begin with a comprehensive report by each of the four members of the Executive Board.
B. Special business such as heeler elections,

officer elections, or impeachment proceedings will be acted on next.

C. Following special business, items of business may be raised by any member of the General Board.

D. ~~In the discussion of approved agenda items,~~ *Robert's Rules of Order* will pertain. on all discussion

E. The Chairman may speak on any issue.

Section 4. A quorum will consist of one-third of the Full Members of the General Board, including Second Term Seniors.

ARTICLE V. THE EXECUTIVE BOARD. Committee

Section 1. The following officers of the Yale Broadcasting Company shall comprise the Executive Board: Committee

A. Chairman.
B. Treasurer.
C. Station Manager.
D. Program Director.

Section 2. Method of Election.

A. The officers shall be elected by a majority vote of the members present and voting at a General Board meeting.

B. The election shall take place in November or December of each year, and the new officers shall officially assume their duties at the begining of the second semester.

C. Officers must be members of the Junior or Senior classes, except when a special election for a vacated position is required during the Fall Term immediately prior to a scheduled election, in which case only Seniors are eligible.

D. The election procedure shall be as follows:

1. One week before the announced date for the election of officers, each candidate shall submit to the incumbent chairman a letter declaring his candidacy.
2. The chairman will post the slates of candidates one week before the election, whereupon no candidate may run for an office higher than that for which he declared. He may run for any lower office, with the exception of the candidates for the Chairmanship, who may not run for Treasurer. The offices, in descending order of rank, shall be Chairman, Treasurer, Station Manager, and Program Director.

3. At the election meeting, officers shall be elected in descending order of rank.
4. After all candidates for a given office are nominated, each will speak for no more than five minutes, and answer questions of members for no more than five minutes.
5. Candidates shall speak and answer questions in reverse order of nomination.
6. During a candidate's speech and answering period, all competing candidates for an office shall be absent.
7. After all candidates for an office have been heard, a general discussion shall ensue, in which the nominator of a given candidate may speak first on behalf of that candidate.
8. The general discussion of an office election shall last no more than ten minutes, unless it is extended by a majority vote of the members.
9. All the candidates for the office shall remain absent during the discussion and the vote following it, which shall be by secret ballot.
10. This procedure shall be followed for uncontested elections as well. An unopposed candidate shall consider a vote of less than a majority of votes cast as a vote of no-confidence, urging him, but not requiring him, to decline to serve.
11. Only in uncontested elections shall abstentions be counted, and then they shall be considered negative votes.

Section 3. Duties of Officers.

A. The Chairman shall:

1. Preside at meetings of the General Board, at meetings of the Executive Board, and at meeting of the Board of Governors.
2. Submit a report to each meeting of the Executive Board, the General Board, and the Board of Governors.
3. Represent the Corporation, except as otherwise provided in these By-Laws.
4. Have the power to call Special Meetings of the General Board, and all meetings of the Executive Board and the Board of Governors.
5. Have the deciding vote at the General Board meetings in case of a tie; otherwise he shall have no vote.
6. Countersign all of the Corporation's checks in conjunction with the Treasurer.
7. Appoint, subject to the approval of the

General Board, the Secretary and the Community Affairs Director.

8. Serve as Chairman of the Board of Governors, ex-officio.
9. Be President of the Corporation, ex-offido.

B. The Treasurer shall:
   1. Be in complete charge of and responsible for the Corporation's finances.
   2. Submit a monthly written report to the General Board, a verbal weekly report to the Executive Board, semesterly and yearly written reports to both Bodies, and written reports to the Board of Governors at each of its meetings. These reports shall include statements of the financial condition of the Yale Broadcasting Co., Inc.
   3. Be in charge, with the direction of the Executive Board, of developing budgets for all major departments.
   4. Submit to the General Board, at the first regular meeting following his election, a general budget for the coming year.
   5. Countersign all of the Corporation's checks in conjunction with the Chairman.
   6. Be Treasurer of the Corporation, ex-offido.

C. The Station Manager shall:
   1. In cases of necessity temporarily assumes the Chairmanship of both the General Board, and the Board of Governors. If the Chairman is permanaently incapacitated, the Station Manager will serve until an election can be held.
   2. Be in charge of all broadcasting operations.
   3. Appoint Daily Supervisors to assist him, and to help him maintain a daily supervisors report.
   4. Be in charge of heeling competitions and heelers.
   5. Appoint, subject to the approval of the General Board, the Technical Director.
   6. Serve as Chairman of the Operations Board, and have the power to call meetings of that Board, as a whole or in part, as he sees fit.
   7. Be Vice-President of the Corporation, ex-officio.

D. The Program Director shall:
   1. Be directly responsible for all that goes over the air.
   2. Appoint, subject to the approval of the General Board, the News and Productions Director, the Public Relations Director, the Sports Director, the AM and FM Manages, and the necessary Music Directors.
   3. Submit a monthly report to the General Board

a weekly report to the Executive Board, and a report to the Board of Governors at each of its meetings.

4. Be Secretary of the Corporation, ex-officio.

Section 4. Powers and Procedures. committee

A. The Executive Board shall be responsible for the policy of the Yale Broadcasting Co. It shall have the power to execute this responsibility:
   1. Provided that its actions do not constitute a violation of these By-Laws or the responsibility vested in the Board of Governors.
   2. And provided that its decisions are subject to a two-thirds vote recall by the General Board. comm.

B. The Executive Board may be directed to take action on a specific matter by a two-thirds vote of the General Board. Comm.

C. A majority of the Executive Board shall be sufficient to take action.

D. The Executive Board comm shall meet at least once every week during the college year.

E. If the Executive Board is deadlocked on any issue, it will report this to the General Board, who will then decide the issue.

F. The Executive Board comm shall have the power to appropriate the expenditure of funds, except when any single expenditure would exceed $200 in original payment, in which case the approval of the Operations Board will be required.

G. The Chairman with [illegible] of the exec comm shall draw up an agenda of each meeting of the General Board which must be posted by the Secretary five days prior to the scheduled gen. board meeting.

Section 5. Impeachment.

A. Impeachment proceedings may be instituted against any Executive by any General Board member at any time.

B. The member instituting the proceedings will submit to the Chairman a petition for the impeachment, containing the names of at least 25% of the Full Members of the General Board. The Chairman must then call a special General Board meeting within two weeks, Impeachment can occur only at a special meeting.

C. A two-thirds vote of the members of the General Board will be necessary to pass a resolution method of impeachment.

D. A Special Election must be held to fill any vacancies, in accordance with Section Two of this Article.

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ARTICLE VI. OPERATIONS BOARD.

Section 1. The following officers of the Yale Broadcasting Co. shall comprise the Operations Board:

- A. Community Affairs Director.
- B. Public Relations Director.
- C. Sports Director.
- D. News and Productinns Director.
- E. AM Manager.
- F. FM. Manager.
- G. Technical Director.
- H. Business Manager.
- I. Sales Manager.
- J. Secretary.
- K. Station Manager, ex-officio.

Section 2. Method of Selection.

- A. All officers, except the Sales and Business Managers and the Secretary, will be appointed by the various members of the Executive Board, as outlined in Article V, Section 3.
    - 1. All active members interested in any of these posts will submit their names to the appropriate Executive Board members, after the elections.
    - 2. No sooner than one week and no later than two weeks after the elections, the Executive Board will announce its appointments.
    - 3. The General Board will then either approve or disapprove, by a majority vote, of each appointment, at the General Board meeting following the election.
    - 4. If any officer is not approved, the Executive Board may then make an alternate appointment, and submit it to the General Board immediately.
- B. If any office becomes vacant during the year, the appropriate Executive will appoint a replacement, to be approved by the General Board, as specified above.
- C. The Business Manager and the Sales Manager will be elected by the members of the Business Department of the Yale Broadcasting Co., including the Treasurer. If this office becomes vacant, the Business Department will hold a new election as soon as possible.
- D. The Sales Manager may be a non-member of the Yale Broadcasting Co., hired by the General Board, as may the Secretary. All other officers of the Operations Board must be active members of this organization. No non-member of the General Board of the Yale Broadcasting Co. may have a vote on the

Operations Board.

Section 3. Duties of Officers.

- A. The Community Affairs Director shall:
  - 1. Be responsible for projects involving the links between the Corporation and the New Haven community.
- B. The Public Relations Director shall:
  - 1. Be responsible for publicizing all station activities.
  - 2. Be responbible for all polling activities
  - 3. Be responsible for alumi relations.
  - 4. Submit monthly reports to the Program Director.
- C. The News and Productions Director shall:
  - 1. Be responsible for news broadcasts, news reporting, and special productions.
  - 2. Submit a monthly report to the Program Director.
- D. The Sports Director shall:
  - 1. Be repsonsible for all sports productions.
  - 2. Submit a monthly report to the Program Director.
- E. The AM and FM Managers shall:
  - 1. Be responsible for program scheduling, operations, and productions in the Am and Fm outlets respectively.
  - 2. Submit monthly reports to the Program Director.
- F. The Technical Director shall:
  - 1. Be responsible for the maintenance of all the technical equipment of the station.
  - 2. Make recommendations for the purchase of new technical equipment, and shall be responsible for the acquisition of equipment after approval by the General Board, or the Executive Board. Committee
  - 3. Submit monthly reports to Station Manager.
- G. The Business Manager shall:
  - 1. Maintain all necessary financial records for the station.
  - 2. Submit monthly reports to the Treasurer.
- H. The Sales Manager shall:
  - 1. Coordinate all selling operations and the sales staff.
  - 2. Be responsible for the maintenance and servicing of accounts.
  - 3. Submit monthly reports to the Treasurer.
- I. The Secretary shall:
  - 1. Take complete minutes of the General Board, the Ex3cutive Board, and the Board of Governors and post them.

2. Keep a list of all persons attached to the station in any capacity.
3. Send notices of General Board meetings to all members at least five days prior to the meetings.
4. Post agendas of General Board meetings at least five days prior to the meeting.
5. Be a non-voting member of the Executive Board, but a voting member of the Operations Board, except in extraordinary circumstances (see Section 2, Part D of this Article).

Section 4. Powers and Procedures.

- A. The Operations Board shall be responsible for the coordination of the various departments and sections of the Yale Broadcasting Co. Their meetings shall be for the purpose of discussing and planning the coordinated activity required for special projects or general station operation. The Board will have the power to intervene in the operation of any single department, only as described in Section 4, Part D, Number 2 of this Article.
- B. Members of the Operations Board shall be responsible for the operation of their departments. They shall be responsible directly to the Executive Board member who appointed them.
- C. Members of the Operations Board may create subordinate posts and delegate responsibility to active members, in order to run their departments more efficiently.
- D. The Operations Board will meet when called by the Station Manager.
  1. The Committee may meet in whole or in part.
  2. A quorum of two-thirds of the members of the Operations Board shall only be required to approve apprppriations exceeding $200 or to take action in the name of the Operations Bard. The Station Manager shall have no vote on such occassions.

ARTICLE VII. BUSINESS DEPARTMENT.

Section 1. There shall be a Semi-autonomous Business Department.

Section 2. Members.

- A. General Board members become Business Department members by appointment of the Treasurer. They must request this appointment.
- B. Heelers may heel the Business Department and become members of the Department contigent upon their election to the General

Board. In this case, the Treasurer's approval is not necessary.

Section 3. Procedures.

A. The Department members shall elect a Business Manager and a Sales Manager. If Station Members, these two officers must be Department members prior to their election. Responsibility for employing persons in the name of the Yale Broadcasting Co. rests with General Board.

B. The Department shall vote remuneration to individual members from the commissions received by the Department as a whole. The Treasurer may not receive such remunerations, except for his personal commission earnings.

C. The Department will be responsible for the financial operations of the Station.

ARTICLE VIII. DISSOLUTION. In the event of dissolution of the Corporation, all remaining assets shall be given to a non-profit organization to be selected by a majority vote of the General Board at the time of dissolution.

ARTICLE IX. AMENDMENTS.

Section 1. These By-Laws may be amended by a vote of two-thirds of the members present and voting at a General Board Meeting.

Section 2. Any member or officer of the Yale Broadcasting Co. may offer an amendment from the floor, however one week's notice of any proposed amendment must be given to the General Board in writing.

Section 3. No amendment to alter the non-profit status of the Corporation shall be recognizable.

ARTICLE X. ENACTMENT.

Section 1. These By-laws, as amended through November 20, 1968, shall become effective with respect to the election of the Executive Board for 1969-70 immediately.

Section 2. All provisions, election and non-election, of these By-Laws shall become effective on January 1, 1969.

The Chairman

The activities of the Chairman of WYBC far exceed the duties listed by the By-laws. Officially, he acts as Chairman of the Board of Governors, Chairman of the Executive Committee, Chairman of the General Board, and general representative of the organization to all outside groups. But this list is, to say the least, rather limiting, and the individual serving as Chairman finds that the post involves much more than just presiding at meetings.

The Chairman must keep tabs on what is happening throughout the station, on the programming, technical, and business ssides, in order to be able to answer questions put to him by people ranging from station members to the President of the Chamber of Commerce to the Dean of Yale College. He is expected by all to know exactly what is going on. He must make sure that the entire membership of the General Board, now numbering nearly 100, is working well together, and *enjoying* it.

In all things he does, the Chairman must be tactful; first, because he does not, except by tradition, actually have the final power to make financial and programming decisions himself, and thus must work with, not against, the people who do; secondly, because, as Chairman, he is often called upon to arbitrate between two (or more) very sincere, but disagreeing, station members on various issues, ranging from shifts to bad debts.

The Chairmanship carries a great deal of responsibility, but the Chairman has few formally defined powers. He must depend on tradition and persuasion to make sure that the station runs well, up to the standards which he feels it must meet, in

order that he can conscientiously fulfill the obligations he has accepted from the General Board.

The Chairmanship is an unpaid position.